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2006 DEC 14 A 10: 39

12 December 2006

FFICE OF INTERNATIONAL CORPORATE FINANCE

Securities & Exchange Commission Division of Corporate Finance Room 3094 (3-G) 450 Fifth Street, N.W. Washington, D.C. 20549 United States of America



SUPPL

BY FAX # 001-202-772- 1207

Dear Sits.

GENTING BERHAD EXEMPTION NO. 82-4962

We enclose a copy each of the announcements dated 11 December 2006 and 12 December 2006 respectively by the Company on the Proposed Private Placement for filing pursuant to exemption no. 82-4962 granted to the Company under Rule 12g3-2(b) of the Securities Exchange Act of 1934.

Yours faithfully GENTING BERHAD

TAN WOOI MENG Group Company Secretary **PROCESSED**

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Form Version 2.0 General Announcement Reference No MM-061211-86270

Submitting Merchant Bank

(if applicable)

CIMB INVESTMENT BANK BERHAD (FORME ILY

KNOWN AS COMMERCE INTERNATIONAL

MERCHANT BANKERS BERHAD)

Submitting Secretarial Firm Name

(if applicable)

* Company name

* Stock name

Stock code

Contact person

Designation

GENTING BERHAD
GENTING

3182

CHARMAINE CHEE/ELAINE LAM

MANAGER/EXECUTIVE

* Type

Announcement Reply to query

* Subject :

GENTING BERHAD

PROPOSED PRIVATE PLACEMENT

Contents :-

Please refer to the attachment for the full text of the announcement on the above.

This announcement is dated 11 December 2006.

Tables Section - This section is to be used to create and insert tables. Please n ake the appropriate reference to the table(s) in the Contents of the Announcement:



Announcement-1,pd

GENTING BERHAD ("GENTING")

PROPOSED PRIVATE PLACEMENT

- On behalf of Genting's Board of Directors ("Board"), CIMB Investment Bank Berhad (former / known as Commerce International Merchant Bankers Berhad) ("CIMB") wishes to announce that Genting proposes to implement a placement of new ordinary shares of RM0.50 each 1 Genting ("Genting Shares") to investors to be identified through placement agents under 1 book-building process ("Proposed Placement"). Genting intends to place out 30 million ne / Genting Shares (representing about 4.25% of its issued and paid-up share capital), with 1 possible up-size depending on investors' demand, under the Proposed Placement.
- The issuance of up to 10% of Genting's issued and paid-up share capital has been approve I by shareholders of Genting under the ordinary resolution passed under Section 132D of the Companies Act, 1965, at Genting's previous Annual General Meeting held on 21 June 2006.
- 3. The following regulatory approvals have been obtained for the Proposed Placement:
 - the approval of the Securities Commission ("SC") for the placement of up of 70,560,295 Genting Shares (which represents up to 10% of Genting's issued and paid-up share capital) ("Placement Shares"), and the listing of and quotation for the Placement Shares on the Main Board of Bursa Malaysia Securities Berhad ("Bursa Securities"), which was obtained on 3 November 2006;
 - (b) the approval of the Foreign, Investment Committee (through the SC) for the Propose 1
 Placement, which was obtained on 3 November 2006; and
 - (c) approval-in-principle from Bursa Securities for the listing and quotation of the Placement Shares on the Main Board of Bursa Securities, which was obtained on 7 November 2006.
- 4. Genting will determine and announce the final number of new Genting Shares to be issue I under the Proposed Placement, and the issue price of the Placement Shares, after the completion of the book-building process, which will commence today.
- 5. The Placement Shares shall, upon allotment and issue, rank equal in all respects with the existing Genting Shares, except that they shall not entitle their holders to any dividend, right, allotment and/or other distributions the entitlement date of which is before the date of allotment of the Placement Shares.
- 6. Genting's closing share price on 11 December 2006 is RM32.00. For illustrative purpose, assuming Genting issues 30 million new Genting Shares under the Proposed Placement 1 an issue price of RM30.50 per share (representing a discount of about 4.7% to the sa 1 closing price), the total proceeds raised will be approximately RM915 million.
- 7. Genting intends to use the proceeds raised from the Proposed Placement (after netting-() expenses relating to the Proposed Placement) for working capital and/or investments r acquisitions (including the repayment of borrowings taken to make such investments r acquisitions, if any) in areas related to Genting's or Genting and its subsidiaries' ("Genting Group") principal businesses as and when such opportunities arise.
- 8. Genting will not place out any Placement Share Issued under the Proposed Placement to is related parties. Therefore, none of the Directors, major shareholders of Genting and/or ary persons connected with them have any interest, direct or indirect, in the Proposed Placement.

Exempti on No. 82-4962

9. The proforma effects of the Proposed Placement on Genting's issued and paid-up share capit it, consolidated net assets per share, earnings per share, gearing and substantial shareholde it shareholdings can only be determined upon finalisation of the total number and issue price of the Placement Shares, after the completion of the book-building process. An announcement on the final total number and issue price of the Placement Shares, together with the said proform a effects, will be made after the completion of the book-building process:

Genting does not expect the Proposed Placement to have any effect on its dividend polic. The decision of Genting's Board to declare and pay dividends in the future would depend continuous the performance, cashflow position and financing requirements of the Genting Group.

- Genting has appointed the following advisers for the Proposed Placement:
 - (a) CIMB as Principal Adviser; and
 - (b) CIMB, CLSA Singapore Pte Ltd and UBS Investment Bank as Joint Placeme t Agents and Joint Bookrunners.

This announcement is dated 11 December 2006.

NOT FOR DISTRIBUTION IN THE UNITED STATES, CANADA OR JAPAN

Securities may not be sold in the United States unless they are registered or are exampt from registratio. Genting does not intend to register any portion of the Placement Shares in the United States or to conduct a public offering in the United States. This announcement is not for distribution, directly or indirectly, into the United States. Canada or Japan. These materials are not an offer for sale of, or the solicitation of an offer to buy, the securities of Genting in the United States, Canada or Japan. Failure to observe the above limitation may constitute a violation of securities laws in the United States and in other jurisdictions.



Form Version 2.0

General Announcement

Submitted by MB_CIMB3 on 12/12/2008 08:42:34 PM Reference No MM-481212-63411

Submitting Merchant Bank

(if applicable)

CIMB INVESTMENT BANK BERHAD (FORMERLY

KNOWN AS COMMERCE INTERNATIONAL

MERCHANT BANKERS BERHAD)

Submitting Secretarial Firm Name

(if applicable)

Company name

Stock name

Contact person

Designation

GENTING BERHAD

GENTING

3182

CHARMAINE CHEE/ELAINE LAM

MANAGER/EXECUTIVE :

Туре

Subject:

'GENTING BERHAD ("GENTING")

PROPOSED PRIVATE PLACEMENT

* Contents :-

We refer to the announcement dated 11 December 2006 in relation to Genting's proposed placement of new ordinary shares of RM0.50 each in Genting ("Genting Shares") ("Proposed Placement").

On behalf of Genting, CIMB Investment Bank Berhad (formerly known as Commerce International Merchant Benkers Berhad) is pleased to announce that the book-building process in relation to the Proposed Place tient has completed.

The number of new Genting Shares to be issued under the Proposed Placement pursuant to the boo -building process is 33 million Genting Shares ("Placement Shares") (which represents approximately 4.68% of Benting's issued and paid-up share capital). The issue price was fixed at RM31.50 per share (which represents a discount of approximately 0.6% to the 5-day volume-weighted average market price of Genting Shares up to 11 t ecomber 2006 of RM31.70 and a discount of approximately 1.6% to the closing price of Genting Shares on 11 t ecomber 2006 of RM32.00). The total proceeds raised from the placement of the Placement Shares is RM1,039. Fmillion. The Placement Shares have been fully allocated to investors.

The proforms effects of the above are set out in Table 1.

This announcement is dated 12 December 2006.

NOT FOR DISTRIBUTION IN THE UNITED STATES, CANADA OR JAPAN

Securities may not be sold in the United States unless they are registered or are exempt from regis ration. Genting does not intend to register any portion of the Placement Shares in the United States or to conduct a public offering in the United States. This announcement is not for distribution, directly or indirectly, into the United States, Canada or Japan. These materials are not an offer for sale of, or the solicitation of an offer to top, it is securities of Genting in the United States, Canada or Japan. Failure to observe the above limitatic a may constitute a violation of securities laws in the United States and in other jurisdictions.

Tables Section - This section is to be used to create and insert tables. Please make the appropriate reference to the table(s) in the Contents of the Announcement:

Table 1 – Proforma effects of the placement and issuance of 33 million Genting Shares at a issue price of RM31.50 per share under the Proposed Placement

(a) Issued and paid-up share capital

The proforms effects of the Proposed Placement on Genting's issued and paid-up shar capital as at 30 November 2006 are as follows:

·	No. of Genting Shares	Issued and paid. Up share capits RA
tssued and paid-up share capital as at 30 November 2006	705,728,954	352,864,47
To be issued under the Proposed Placement	33,000,000	16,500,000
Enlarged issued and pald-up share capital	738,728,954	369,364,47.

(b) Net assets per share and gearing

The proforma effects of the Proposed Placement on Genting's net assets per share an gearing based on Genting's audited consolidated balance sheet as at 31 December 2005 are as follows:

	Audited as at 31.12.2005 RM million	After the Propose! Placemer RM millo
Share capital	352.7	369.
Share premium	111.7	1,122.9
Reserves	369.9	339.
Unappropriated profit	8,167,7	8,157.
Net assets	9,002.0	10,029.
No. of ordinary shares in issue (million)	705.4	73 6 .
Net assets per ordinary share (RM)	12.76	13,5
Total borrowings (RM million)	2,872.7	2.872
Shareholders' equity (RM million)	9,002.0	10,039
Gearing ³ (times)	0.32	0.2

Notes:

After writing-off the astimated incidental expanses for the Proposed Placement against the share premium account.

All interest-bearing debts.

All interest-bearing debts over shareholders' equity.

(c) Substantial shareholders' shareholdings

The proforma effects of the Proposed Placement on the shareholdings of Genting' substantial shareholders as at 30 November 2006 are as follows:

	——————————————————————————————————————			After the Proposed Placement DirectIndirect				
Shareholders	No. of Genting Shares held million	%	No. of Genting Shares held million	×	No. of Genting Shares held million	%	No. of Genting Shares held million	. %
Kien Huat Realty Son Bhd ("KHR")	238.63	33.81	54.15 ¹¹	7.67	238,63.	32.30	54.15 ^{'1}	33
Pårkview Management Sdn Bhd	-	-	292.78 ⁻²	41.48	-	-	292.78 ⁷	3: 62
Inforex Sdn Bhd	-		238.63	33.81			238.63'3	3: 30
Info-Text Sdn Bhd	•	-	238.63'3	33.81			238.63'3	3: 20
Dataline Son Bhd	•	-	238.637	33.81	٠ ـ	•	238.63*3	3; 30

Notes:

- "Deemed interest through its subsidiaries under Section 6A of the Companies Act, 1985 ("Act").
- Deemed interest through KHR and its subsidiaries under Section 6A of the Act.
- Deemed Interest through KHR under Section 6A of the Act.

(d) Earnings per share

Genting does not expect the Proposed Placement to have any material effect on Genting's consolidated earnings per share for the financial year ending 31 December 2008.